RECORDATION NO. 20363 - C FRED

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SURFACE TRANSPORTATION I

OF COUNSEL URBAN A. LESTER

ALVORD AND ALVORD

ATTORNEYS AT LAW 1600 K Street, NW

SUITE 200 WASHINGTON, D.C.

20006-2973

(202) 393-2266 FAX (202) 393-2156

March 7, 2002

ELIAS C. ALVORD (1942)

ELLSWORTH C. ALVORD (1964)

Mr. Vernon A. Williams Secretary Surface Transportation Board Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Lease and Sublease [and] Release of Security Interest, dated as of February 28, 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and release and relates to the Security Agreement which was previously filed with the Board under Recordation Number 20363.

The names and addresses of the parties to the enclosed document are:

Grantor:

Union Pacific Railroad Company

1416 Dodge Street Omaha, NE 68179

Secured Party:

J.P. Morgan Leasing Inc.

f/k/a Chase Equipment Leasing, Inc.

One Chase Square Rochester, NY 14643

A description of the railroad equipment covered by the enclosed document is:

All equipment covered by the Security Agreement consisting of 2808 railcars bearing UP, MP, SP, SSW, TTGX, MKT, CNW, BKTY, OKKT, and CEI reporting marks and road numbers.

Mr. Vernon A. Williams March 7, 2002 Page Two

A short summary of the document to appear in the index follows:

Termination of Lease and Sublease [and] Release of Security Interest.

Also enclosed is a check in the amount of \$28.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/anr Enclosures

TERMINATION OF LEASE AND SUBLEASE RELEASE OF SECURITY INTEREST

WHEREAS, by Lease Agreement, dated as of November 8, 1996, as supplemented by Addendum dated April 10, 1997 and by Release and Substitution to Memorandum of Lease dated January 11, 2001 (collectively, the "Lease"), Union Pacific Railroad Company ("UPRR"), Lessor, leased to J. P. Morgan Leasing Inc. ("JPMLI"), formerly known as Chase Equipment Leasing, Inc., Lessee, the railcars (the "Railcars") described in Schedule A attached hereto;

WHEREAS, by Sublease Agreement, dated as of November 8, 1996, as supplemented by Addendum dated April 10, 1997 and by Release and Substitution to Memorandum of Sublease dated January 11, 2001 (collectively, the "Sublease") JPMLI, Lessor, leased the Railcars to UPRR, Lessee;

WHEREAS, by Security Agreement, dated as of November 8, 1996, as amended by the First Supplement to Security Agreement dated April 10, 1997, and by Collateral Release and Substitution to Security Agreement dated January 11, 2001 (collectively, the "Security Agreement") UPRR granted to JPMLI a security interest in the Railcars;

WHEREAS, Memoranda of the Lease, the Sublease and the Security Agreement were duly filed and recorded with the Surface Transportation Board under Recordation Numbers 20364, 20364-A, 20364-B, 20365, 20365-A, 20365-B, 20363, 20363-A and 20363-B, respectively; and

WHEREAS the parties hereto desire to execute this instrument to evidence for the public record the satisfaction and release of all the rights and obligations of the parties under the Lease, Sublease and Security Agreement;

NOW THEREFORE, in consideration of the premises, the parties hereto agree as follows:

- 1. The Lease and Sublease are terminated, and the Railcars subject thereto are released.
- 2. JPMLI releases any and all security interests granted to it under the Security Agreement in the Railcars to the effect that said Railcars are free and clear of all liens, charges, security interests and encumbrances created or retained by, or under, the Security Agreement.

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SURFACE TRANSPORTATION BOARD

IN WITNESS WHEREOF, the parties have caused this Instrument to be executed by their respective duly authorized officers as of the 28th day of February, 2002.

J. P. MORGAN LEASING INC.

Janice M. Schawillie

Title: Assistant Vice President

UNION PACIFIC RAILROAD

Gary W. Grosz

Title: Assistant Treasurer

STATE OF NEW YORK)) ss: COUNTY OF MONROE)

On this ________, day of _________, 2002, before me personally appeared Janice M. Schawillie, to me personally known, who, being duly sworn, says that she is the Assistant Vice President of J. P. Morgan Leasing Inc., that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and she acknowledged that the execution of the foregoing instrument was the free act and deed of the corporation.

Rosemarie Nucci Notary Public: State of New York Registration #01NU6031718 Qualified in Monroe County My Commission Expires Oct. 12, 2005

NOTARY PUBLIC

My commission expires:

STATE OF NEBRASKA)
) ss
COUNTY OF DOUGLAS)

On this Ash day of Figure , 2002, before me personally appeared Gary W. Grosz, to me personally known, who, being duly sworn, says that he is the Assistant Treasurer of Union Pacific Railroad Company, that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of the corporation.

A GEN	ERAL NOTARY-State of Nebraska
1 [11]	PAM NEUMAN
	My Comm. Exp. Dec. 15, 2002

NOTARY PUBLIC

My commission expires: 12-15-01

SCHEDULE A

UNION PACIFIC RAILROAD
1996 CHASE Financing Program

AAD Kind	1-:4:-1	Museban	Count
AAR Kind	Initial	Number	Count
Boxcars A636	UP	563002	1
A636	UP	563002	1
A636	UP	563015	1
A636	UP	563022	1
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C113	UP	75199	1
C113	UP	75213	1
C113	UP	75237	1
C113	UP	75238	1
C113	UP	75261	1
C113	UP	75276	1
C113	UP	75277	1
C113	UP	75338	1
C113	UP	75413	1
C113	UP	75434	1
C113	UP	75619	1
C113	UP	75651	1
C113	UP	75668	1
C113	UP	75695	1
C113	UP	75738	1
C113	UP	75862	1
C113	UP	75864	1
C113	UP	75944	1
C113	UP	76239	1
C113	UP	76252	1
C113	UP	76255	1
C113	UP	76256	1
C113	UP	76257	1
C113	UP	76267	1
C113	UP	76298	1
C113	UP	76310	1
C113	UP	76343	1
C113	UP	76344	1
C113	UP	76348	1
C113	UP	76392	1
C113	UP	76407	1
C113	UP	76423	1
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			1648

Description of Equipment and Car Markings and Numbers

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4/97 CHASE F:	4/97 CHASE Financing				
AAR Kind	Initial	Number	Count		
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C113	MP	723775	1
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C113	MP	724123	1
C113	MP	724287	1
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C113	MP	724371	1
C113	UP	71318	1
C113	UP	71446	1
C113	UP	71513	_1
C113	UP	71577	1
C113	UP	71591	1
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C113	UP	71718	1
C113	UP	71754	1
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C113	UP	71773	1
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C113	UP	71899	1

C113	UP	71909	1
C113	UP	72026	1
C113	UP	72193	1
C113	UP	72199	1
C113	ŪΡ	72326	1
C113	UP	72329	1
C113	UP	72335	1
C113	UP	72362	1
C113	UP	72462	1
C113	UP	72533	1
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C113	UP	73013	1
C113	UP	73015	1
C113	UP	73016	1
C113	UP	73041	1
C113	UP	73141	1
C113	UP	73159	1
C113	UP	73302	1
C113	UP	73305	1
C113	UP	73311	1
C113	UP	73352	1
C113	UP	73403	1

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C113	UP	73485	1
C113	ÜP	73487	1
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C113	UP	73818	1
C113	UP	73960	1
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C113	UP	74326	1
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C113	UP	74373	1
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C113	UP	74392	1
C113	UP	74468	1
C113	UP	74480	1
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C113	UP	75196	1
C113	UP	75245	1
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C113	UP	75377	1
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UP	75479	11
UP	75492	1
UP	75551	1
UP	75607	1
UP	75608	1
UP	75767	1
UP	75897	1
UP	76063	1
UP	76064	1
UP	76241	1
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UP	76288	1
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UP	76869	1
UP	76924	1
UP	76940	1
UP	77032	1
UP	77051	1
UP	77058	1
UP	77132	1
UP	77249	1
UP	77255	1
UP	77259	1
UP	77265	1
UP	77332	1
UP	77435	1
UP	77462	1
UP	77750	1
	UP U	UP 75492 UP 75551 UP 75607 UP 75608 UP 75608 UP 75767 UP 75897 UP 76063 UP 76064 UP 76241 UP 76251 UP 76297 UP 76399 UP 76399 UP 76719 UP 76809 UP 76924 UP 76924 UP 77051 UP 77051 UP 77058 UP 77132 UP 77259 UP 77265 UP 77332 UP 77332 UP 77332 UP 77332 UP 77332 UP 77332 UP 77332

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C311	CNW	95810	. 1

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C312 CNW 169111 1 C313 CNW 181353 1 C313 MP 716029 1 C313 SSW 76944 1 C313 UP 14109 1 C313 UP 14142 1 C313 UP 21408 1 C313 UP 21405 1 C313 UP 21455 1 C313 UP 21455 1 C313 UP 22459 1 C313 UP 23388 1 C313 UP 23388 1 C313 UP 23388 1 C313 UP 20118 1 Gondolas E241 MP 950052 1 E241 MP 950071 1 E241 MP 950083 1 E241 MP 950089 1 E241 MP 950089 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950013 1 E441 MP 950045 1 E441 MP 950045 1 E441 MP 950045 1 E441 MP 950045 1 E330 CNW 130059 1 E530 CNW 130059 1 E530 CNW 130295 1	C311	CNW	175071	1
C313	C312	CNW	169024	1
C313	C312	CNW	169111	1
C313	C313	CNW	181353	
C313 UP 14109 1 C313 UP 14142 1 C313 UP 21408 1 C313 UP 21465 1 C313 UP 21497 1 C313 UP 22459 1 C313 UP 23388 1 C313 UP 23388 1 C313 UP 23388 1 C313 UP 220118 1 Gondolas	C313	MP	716029	
C313 UP 14142 1 C313 UP 21408 1 C313 UP 21465 1 C313 UP 21497 1 C313 UP 22459 1 C313 UP 23388 1 C313 UP 23388 1 C313 UP 23388 1 C313 UP 220118 1 Gondolas	C313	ssw	76944	1
C313 UP 21408 1 C313 UP 21465 1 C313 UP 21497 1 C313 UP 22459 1 C313 UP 23388 1 C313 UP 23388 1 C313 UP 220118 1 Gondolas	C313	UP	14109	1
C313 UP 21465 1 C313 UP 21497 1 C313 UP 22459 1 C313 UP 23388 1 C313 UP 83845 1 C313 UP 83845 1 C313 UP 220118 1 Gondolas E241 MP 950052 1 E241 MP 950071 1 E241 MP 950083 1 E241 MP 950089 1 E241 MP 950110 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950045 1 E530 CNW 130059 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1	C313	UP	14142	1
C313 UP 21497 1 C313 UP 22459 1 C313 UP 23388 1 C313 UP 83845 1 C313 UP 220118 1 Gondolas	C313	UP	21408	1
C313 UP 22459 1 C313 UP 23388 1 C313 UP 83845 1 C313 UP 220118 1 Gondolas E241 MP 950052 1 E241 MP 950071 1 E241 MP 950083 1 E241 MP 950089 1 E241 MP 950110 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950045 1 E441 MP 950045 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130295 1	C313	UP	21465	1
C313 UP 23388 1 C313 UP 83845 1 C313 UP 220118 1 Gondolas E241 MP 950052 1 E241 MP 950071 1 E241 MP 950083 1 E241 MP 950089 1 E241 MP 950110 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950045 1 E441 MP 950045 1 E530 CNW 130059 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1	C313	UP	21497	1
C313 UP 83845 1 C313 UP 220118 1 Gondolas E241 MP 950052 1 E241 MP 950071 1 E241 MP 950083 1 E241 MP 950089 1 E241 MP 950110 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950045 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130295 1	C313	UP	22459	1
C313 UP 220118 1 Gondolas E241 MP 950052 1 E241 MP 950071 1 E241 MP 950083 1 E241 MP 950089 1 E241 MP 950110 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950045 1 E330 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130295 1	C313	UP	23388	1
Gondolas E241 MP 950052 1 E241 MP 950071 1 E241 MP 950083 1 E241 MP 950089 1 E241 MP 950110 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950045 1 E441 MP 950045 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130412 1	C313	UP	83845	1
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E241 MP 950089 1 E241 MP 950110 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950216 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130412 1	E241	MP	950071	. 1
E241 MP 950110 1 E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950216 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130412 1	E241	MP	950083	1
E441 CNW 39780 1 E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950216 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130412 1	E241	MP	950089	1
E441 MP 950013 1 E441 MP 950027 1 E441 MP 950045 1 E441 MP 950216 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130412 1	E241	MP	950110	1
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E441 MP 950045 1 E441 MP 950216 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130412 1	E441	MP	950013	1
E441 MP 950216 1 E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130412 1	E441	MP	950027	1
E530 CNW 130059 1 E530 CNW 130273 1 E530 CNW 130295 1 E530 CNW 130412 1	E441	MP	950045	1
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E530 CNW 340038 1	E530	CNW	130412	1
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E530 CNW 340041 1 E530 CNW 340197 1 E530 CNW 741021 1 E530 CNW 742125 1 E531 MP 640899 1 E531 MP 951166 1 E531 UP 97310 1 E531 UP 97322 1 E531 UP 97578 1 E531 UP 97593 1 E531 UP 97608 1 E531 UP 97668 1 E531 UP 97668 1 E531 UP 97668 1 E534 MF 640048 1 E534 MP 640141 1 E534 MP 640441 1 E534 MP 640441 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640440 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641256 1 E534 MP 641258 1 E534 MP 64258 1				
E530 CNW 741021 1 E530 CNW 742125 1 E531 MP 640899 1 E531 MP 951166 1 E531 UP 97310 1 E531 UP 97322 1 E531 UP 97578 1 E531 UP 97593 1 E531 UP 97608 1 E531 UP 97668 1 E531 UP 97668 1 E531 UP 97668 1 E534 MF 640048 1 E534 MP 640048 1 E534 MP 64041 1 E534 MP 640347 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640490 1	E530	CNW	340041	1
E530 CNW 742125 1 E531 MP 640899 1 E531 MP 951166 1 E531 UP 97310 1 E531 UP 97322 1 E531 UP 97578 1 E531 UP 97593 1 E531 UP 97608 1 E531 UP 97668 1 E531 UP 97668 1 E534 MF 640048 1 E534 MP 640141 1 E534 MP 640347 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640441 1 E534 MP 640441 1 E534 MP 640441 1 E534 MP 640440 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641517 1 E534 MP 641517 1 E534 MP 641517 1 E534 MP 641258 1 E534 MP 642258 1	E530	CNW	340197	1
E531 MP 640899 1 E531 MP 951166 1 E531 UP 97310 1 E531 UP 97322 1 E531 UP 97578 1 E531 UP 97593 1 E531 UP 97608 1 E531 UP 97668 1 E531 UP 97668 1 E534 MF 640048 1 E534 MP 640141 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640441 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640440 1 E534 MP 640440 1 E534 MP 640440 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641517 1 E534 MP 642258 1 E534 MP 642258 1	E530	CNW	741021	1
E531 MP 951166 1 E531 UP 97310 1 E531 UP 97322 1 E531 UP 97578 1 E531 UP 97593 1 E531 UP 97608 1 E531 UP 97668 1 E531 UP 97668 1 E534 MF 640048 1 E534 MP 640141 1 E534 MP 640343 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640448 1 E534 MP 640440 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641286 1 E534 MP 642288 1	E530	CINW	742125	1
E531 UP 97310 1 E531 UP 97322 1 E531 UP 97578 1 E531 UP 97593 1 E531 UP 97608 1 E531 UP 97668 1 E531 UP 97668 1 E534 MF 640048 1 E534 MP 64041 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640448 1 E534 MP 640449 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 640520 1 E534 MP 640520 1 E534 MP 641517 1 E534 MP 641517 1 E534 MP 641517 1	E531	MP	640899	1
E531 UP 97322 1 E531 UP 97578 1 E531 UP 97593 1 E531 UP 97608 1 E531 UP 97656 1 E531 UP 97668 1 E531 UP 97668 1 E534 MKT 16434 1 E534 MP 640048 1 E534 MP 640141 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640441 1 E534 MP 640440 1 E534 MP 640440 1 E534 MP 640450 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640490 1 E534 MP 640520 1 E534 MP 640520 1 E534 MP 640520 1 E534 MP 641517 1 E534 MP 641517 1 E534 MP 641517 1 E534 MP 64258 1	E531	MP	951166	1
E531 UP 97578 1 E531 UP 97593 1 E531 UP 97608 1 E531 UP 97656 1 E531 UP 97668 1 E531 UP 97668 1 E534 MKT 16434 1 E534 MP 640048 1 E534 MP 640141 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640490 1 E534 MP 640490 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641494 1 E534 MP 641494 1 E534 MP 641517 1 E534 MP 641258 1 E534 MP 642258 1	E531	UP	97310	1
E531 UP 97593 1 E531 UP 97608 1 E531 UP 97656 1 E531 UP 97668 1 E531 UP 97668 1 E534 MKT 16434 1 E534 MP 640048 1 E534 MP 640141 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640480 1 E534 MP 640490 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641286 1 E534 MP 64258 1	E531	UP	97322	1
E531 UP 97608 1 E531 UP 97656 1 E531 UP 97668 1 E534 MKT 16434 1 E534 MP 640048 1 E534 MP 640141 1 E534 MP 640261 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641517 1 E534 MP 641517 1 E534 MP 642258 1	E531	UP	97578	1
E531 UP 97656 1 E531 UP 97668 1 E534 MKT 16434 1 E534 MP 640048 1 E534 MP 640141 1 E534 MP 640261 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640448 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640490 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641517 1 E534 MP 641517 1 E534 MP 642258 1 E534 MP 642258 1	E531	UP	97593	1
E531 UP 97668 1 E534 MKT 16434 1 E534 MP 640048 1 E534 MP 640141 1 E534 MP 640261 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640480 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641286 1 E534 MP 642258 1 E534 MP 642504 1	E531	UP	97608	1
E534 MP 640048 1 E534 MP 640048 1 E534 MP 640141 1 E534 MP 640261 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640488 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641286 1 E534 MP 642258 1 E534 MP 642504 1	E531	UP	97656	1
E534 MP 640048 1 E534 MP 640141 1 E534 MP 640261 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641517 1 E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E531	UP	97668	1
E534 MP 640141 1 E534 MP 640261 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641286 1 E534 MP 64258 1 E534 MP 64258 1	E534	мкт	16434	1
E534 MP 640261 1 E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641079 1 E534 MP 641286 1 E534 MP 64258 1 E534 MP 64258 1	E534	MP	640048	1
E534 MP 640343 1 E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641258 1 E534 MP 64258 1	E534	MP	640141	1
E534 MP 640347 1 E534 MP 640441 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641517 1 E534 MP 641517 1 E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E534	MP	640261	1
E534 MP 640441 1 E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641517 1 E534 MP 642186 1 E534 MP 64258 1	E534	MP	640343	1
E534 MP 640448 1 E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641517 1 E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E534	MP	640347	1
E534 MP 640450 1 E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641517 1 E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E534	MP	640441	1
E534 MP 640480 1 E534 MP 640520 1 E534 MP 641079 1 E534 MP 641494 1 E534 MP 641517 1 E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E534	MP	640448	1
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E534 MP 641079 1 E534 MP 641494 1 E534 MP 641517 1 E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E534	MP	640480	1
E534 MP 641494 1 E534 MP 641517 1 E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E534	MP	640520	. 1
E534 MP 641517 1 E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E534	MP	641079	1
E534 MP 642186 1 E534 MP 642258 1 E534 MP 642504 1	E534	MP	641494	1
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E534 MP 642258 1 E534 MP 642504 1	E534	MP	642186	1
E534 MP 642504 1	E534	MP		
E534 MP 642614 1	E534	МР	642504	1
<u> </u>	E534	MP	642614	1

			
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E534	MP	643436	1
E534	UP	32645	1
E534	UP	97637	1
E540	UP	97013	1
E540	UP	97044	1
E540	UP	97300	1
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E640	UP	97324	1
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E640	UΡ	97375	1
E640	UP	97382	1
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E640	UP	97396	1
E640	UP	97473	1
E640	UP	97512	1
E640	UP	97631	1
E730	MP	650040	1 .
E730	MP	650110	1
E730	MP	650191	1
E730	MP	650334	1
E730	MP	650338	1
E730	MP	650409	1
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E730	MP	650891	1
E730	MP	651014	1
E730	MP	651070	1

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E730	MP	651086	1
E730	MP	651102	1
E730	MP	651142	1
E730	MP	651198	1
E730	MP	651292	1
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J311	UP	34188	1
J311	UP	34201	1
J311	qu qu	34215	1
J311	UP	34224	1
J311	UP	34244	1
J311	ਰਹ	34246	1
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J311	UP	34283	1
J311	UP	34307	1
<i>J</i> 311	UP	34311	1
J311	UP	34327	1
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J311	UP	34590	1
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J311	UP	34632	1
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J311	UP	34643	1
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J311	UP	34661	1
J311	UP	34664	1
J311	U₽	34665	1
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J311	UP	35004	1
J311	UP	35005	1
J311	UP	35015	1
J311	UP	35029	1
J311	UP	35040	1
J311	UP	35051	1
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J311	UP -	35163	1
J311	UP	35174	1
J311	UP	35175	1
J311	UP	35183	1
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J311	UP	35212	1
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J311	ŰΡ	35269	1

			
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J311	UP	35458	1
J311	UP	35461	1

			
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J311	ÜΡ	35473	1
J311	UP	35482	1
J311	UP	35487	1
J311	ਧਾ	35488	1
J311	UP	35494.	1
Flatcars			
F152	SSW	86590	1
F202	UP	57945	1
F243	ssw	87575	1
F244	SSW	87578	1
F245	SSW	87591	1
F246	SSW	87749	1
F247	SSW	87777	1
F248	SSW	87932	1
F249	SSW	87959	1
F250	SSW	87980	1
F251	ssw	88030	1
F253	UP	215697	1
F383	UP	273268	1
F383	UP	273628	1
F411	ssw	80074	1
F483	UP	217032	1
Insulated Box	cars		
R410	CHTT	50050	1
R410	CHTT	50079	1
R410	CHTT	50095	1
R410	CHTT	50128	1
R410	CHTT	50130	1
R410	CHTT	61763	1
R410	CNW	32825	1

R410	CNW	540329	1
R410	CNW	540350	1
R410	CNW	540369	1
R410	CNW	543130	1
R410	CNW	543131	1
R410	CNW	543233	1
R410	CNW	543247	1
R410	CNW	543252	1
R410	CNW	600508	1
R410	UP	450088	1
R410	UP	450344	1
R410	UP	450624	1
R410	UP	450674	1
R410	UP	450815	1
R410	UP	453053	1
R410	UP	453074	1
R410	UP	453083	1
R410	UP	453086	1
R410	UP	453087	1
R410	UP	453088	1
R410	UP	453092	1
R410	UP	453099	1
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R410	UP	453123	1
R410	UP	453127	1
R410	UP	453131	1
R410	UP	453135	1
R410	UP	453145	1
R410	UP	453149	1
R410	UP	453156	. 1
R410	UP	453164	1

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R410	UP	453170	1
R410	UP	453175	1
R410	UP	453180	1
R410	UP	453197	1
R410	UP	453200	1
R410	UP	453201	1
R410	UP	453202	. 1
R410	UΡ	453224	1
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R410	UP	453228	1
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R410	UP	453580	1
R410	UP	453582	1
R410	UP	453589	1
R410	UP	453630	1
R410	UP	453639	1
R410	UP	453651	1
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R410	UP	453678	1
R410	UP	454298	1
R410	UP	465038	1
R410	UP	465106	1
R610	MP	795007	1
R610	UP	463017	1
R610	UP	463024	1
R610	UP	463025	1
R610	UP	463030	1

			
R610	UP	463054	1
R610	UP	463115	1
R610	UP	463134	1
R610	UP	463140	1
R610	UP	463207	11
R610	Ū₽	463219	1
R610	UP	463296	1
R610	UP	466216	1
Autoracks	1		<u> </u>
V401	ETTX	700738	11
V401	ETTX	852772	1
V401	ETTX	852810	11
V401	ETTX	907039	1
V411	ETTX	800186	11
V411	ETTX	800515	1
V411	ETTX	800964	11
V411	ETTX	801292	1
V411	ETTX	801387	11
V411	ETTX	801394	1
V411	ETTX	801478	11
V411	ETTX	801808	11
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V411	ETTX	820442	1
V411	ETTX	820951	1
V411	ETTX	853646	1
V411	ETTX	853724	1
V411	ETTX	900470	1
V411	ETTX	901037	1
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V411	ETTX	901881	1
V411	ETTX	902705	1
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V411	ETTX	903274	1
V411	ETTX	903438	. 1
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V411	ETTX	908152	1
V411	ETTX	908252	1
V411	ETTX	908459	1
V411	ETTX	909167	1
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V411	ETTX	909386	1
V411	ETTX	909389	1
V411	ETTX	909472	1
V412	ETTX	700536	1
V412	ETTX	700559	1
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V971	TTGX	150768	1
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V971	TTGX	151104	1
V971	TTGX	15,1111	1
V971	TTGX	151214	1 .

V971 TTGX 151248 V971 TTGX 151405 V971 TTGX 151436 V971 TTGX 151528 V971 TTGX 151529 V971 TTGX 151576 V971 TTGX 151592 V971 TTGX 151624 V971 TTGX 151753 V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 152143 V971 TTGX 152382 V971 TTGX 152382 V971 TTGX 152606	1 1 1 1 1 1 1 1 1 1
V971 TTGX 151436 V971 TTGX 151528 V971 TTGX 151529 V971 TTGX 151576 V971 TTGX 151592 V971 TTGX 151624 V971 TTGX 151753 V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 152143 V971 TTGX 152382	1 1 1 1 1 1 1 1 1
V971 TTGX 151528 V971 TTGX 151529 V971 TTGX 151576 V971 TTGX 151592 V971 TTGX 151624 V971 TTGX 151753 V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1 1 1 1 1 1 1 1
V971 TTGX 151529 V971 TTGX 151576 V971 TTGX 151592 V971 TTGX 151624 V971 TTGX 151753 V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1 1 1 1 1 1
V971 TTGX 151576 V971 TTGX 151592 V971 TTGX 151624 V971 TTGX 151753 V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1 1 1 1 1 1
V971 TTGX 151592 V971 TTGX 151624 V971 TTGX 151753 V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1 1 1 1 1 1 1
V971 TTGX 151624 V971 TTGX 151753 V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1 1 1 1
V971 TTGX 151753 V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1 1 1 1
V971 TTGX 151845 V971 TTGX 151869 V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1 1 1
V971 TTGX 151869 V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1 1
V971 TTGX 151890 V971 TTGX 152143 V971 TTGX 152382	1
V971 TTGX 152143 V971 TTGX 152382	1
V971 TTGX 152382	
	1
V971 TTGX 152606	
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V971 TTGX 152763	1
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V973	TTGX	975085	1
V973	TTGX	975095	1
			1160

Union Pacific Railroad Synthetic Lease Substitute Freight Cars

Date		Substitute Car	
Financed	AGREEMENT	<u>Initial</u>	Number
Nov-96	1996 Synthetic Lease	SP	690261
Nov-96	1996 Synthetic Lease	MP	711764
	1996 Synthetic Lease	UP	450664
	1996 Synthetic Lease	UP	450593
	1996 Synthetic Lease	UP	450672
	1996 Synthetic Lease	UP	450623
	1996 Synthetic Lease	UP	450646
	1996 Synthetic Lease	UP	450650
	1996 Synthetic Lease	MP	716526
	1996 Synthetic Lease	MP	722982
	1996 Synthetic Lease	MP	253445
	1996 Synthetic Lease	MP	253450
	1996 Synthetic Lease	MP	253454
	1996 Synthetic Lease	MP	723115
	1996 Synthetic Lease	MP	253472
	1996 Synthetic Lease	MP	253473
	1996 Synthetic Lease	MP	253306
	1996 Synthetic Lease	MP	367523
	1996 Synthetic Lease	MP	253309
	1996 Synthetic Lease	UP	517612
	1996 Synthetic Lease	UP	450554
	1996 Synthetic Lease	UP	450585
	1996 Synthetic Lease	UP	450663
	1996 Synthetic Lease	UP	450675
	1996 Synthetic Lease	SSW	28802
	1996 Synthetic Lease	SP	690322
	1996 Synthetic Lease	SP	690333
	1996 Synthetic Lease	SP	690340
	1996 Synthetic Lease	SP	690348
	1996 Synthetic Lease	SP	690350
	1996 Synthetic Lease	SP	690351
	1996 Synthetic Lease	SP	690352
	1996 Synthetic Lease	Was	28803
	1996 Synthetic Lease	SP	690362
	1996 Synthetic Lease	SP	690369
	1996 Synthetic Lease	SP	690371
	1996 Synthetic Lease	SP	690375
	1996 Synthetic Lease	SP	690378
	1996 Synthetic Lease	SP	690379
	1996 Synthetic Lease	SSW	28807
	1996 Synthetic Lease	SP	690381
	1996 Synthetic Lease	SSW	28808
NOV-96	1996 Synthetic Lease	SP	690394

Union Pacific Railroad Synthetic Lease Substitute Freight Cars

Date		Substitute Car	
Financed	AGREEMENT	<u>Initial</u>	Number
Nov-96	1996 Synthetic Lease	SP	690397
Nov-96	1996 Synthetic Lease	SP	690400
Nov-96	1996 Synthetic Lease	SP	690404
Nov-96	1996 Synthetic Lease	SP	690416
Nov-96	1996 Synthetic Lease	SP	690417
Nov-96	1996 Synthetic Lease	SP	690422
Nov-96	1996 Synthetic Lease	SSW	28814
Nov-96	1996 Synthetic Lease	SP	690423
Nov-96	1996 Synthetic Lease	SP	690428
Nov-96	1996 Synthetic Lease	SP	690429
Nov-96	1996 Synthetic Lease	SP	690435
Nov-96	1996 Synthetic Lease	SSW	28816
Nov-96	1996 Synthetic Lease	SP	690451
Nov-96	1996 Synthetic Lease	SSW	28820
Nov-96	1996 Synthetic Lease	SP	690456
Nov-96	1996 Synthetic Lease	SP	690464
Nov-96	1996 Synthetic Lease	SP	690471
Nov-96	1996 Synthetic Lease	SP	690472
Nov-96	1996 Synthetic Lease	SP	690473
Nov-96	1996 Synthetic Lease	SP	690477
Nov-96	1996 Synthetic Lease	SP	690482
Nov-96	1996 Synthetic Lease	SP	690483
Nov-96	1996 Synthetic Lease	SP	690492
Nov-96	1996 Synthetic Lease	SP	690494
Nov-96	1996 Synthetic Lease	SP	690498
Nov-96	1996 Synthetic Lease	SP	690500
Nov-96	1996 Synthetic Lease	SP	691649
Nov-96	1996 Synthetic Lease	MP	253339
	1996 Synthetic Lease	MP	253345
		Total	72